

United States Bankruptcy Court

Southern District of New York

In re **Lehman Brothers Holdings Inc.**, Case Nos. **08-13555**  
**Jointly Administered**

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

**Perry Principals, L.L.C.**

**Deutsche Bank AG, London Branch**

\_\_\_\_\_  
Name of Transferee

\_\_\_\_\_  
Name of Transferor

Original Court Claim #: **66437**

Transferred Claim: **\$30,330,307.00**

Name and Address where notices to Transferee  
should be sent:

Aaron Zelig  
Perry Principals LLC  
c/o Perry Capital  
767 Fifth Avenue, 19th Floor  
New York, NY 10153  
tel: 212.583.4067  
fax: 212.583.4099  
azelig@perrycap.com

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

**PERRY PRINCIPALS LLC**

By: \_\_\_\_\_  
Name: **Lance Krevitz**  
Title: **Authorized Signatory**

Date: March 28, 2011

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court")  
Attn: Clerk

AND TO: Lehman Brothers Holdings Inc. ("Debtor")  
Case No. 08-13555 (JMP) (Jointly Administered)

Claim #: 66437

**DEUTSCHE BANK AG, LONDON BRANCH**, its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

**PERRY PRINCIPALS, L.L.C.**  
c/o Perry Capital  
767 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10153  
Attn: Aaron Zelig  
Email: [azelig@perrycap.com](mailto:azelig@perrycap.com)

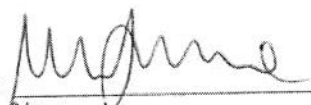
its successors and assigns ("Buyer"), all right, title and interest in and to the claim of Seller, including all rights of stoppage in transit, replevin and reclamation, in the principal amount of \$30,330,307.00 (the "Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.


You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated March ~~28~~ 2011.

**DEUTSCHE BANK AG, LONDON BRANCH**

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  

Michael Sutton  
Managing Director

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  

Duncan Robertson  
Director

United States Bankruptcy Court/Southern District of New York  
 Lehman Brothers Holdings Claims Processing Center  
 c/o Epiq Bankruptcy Solutions, LLC  
 FDR Station, P.O. Box 5076  
 New York, NY 10150-5076

**PROOF OF CLAIM**

In Re: Lehman Brothers Holdings Inc., et al. Debtors.	Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)
Name of Debtor Against Which Claim is Held: Lehman Brothers Holdings Inc.	Case No. of Debtor: 08-13555

Filed: USBC - Southern District of New York  
 Lehman Brothers Holdings Inc., Et Al.  
 08-13555 (JMP) 0000066437



NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503. Additionally, this form should not be used to make a claim for Lehman Programs Securities (See definition on reverse side.)

**THIS SPACE IS FOR COURT USE ONLY**

Name and address of Creditor; (and name and address where notices should be sent if different from Creditor)

**Creditor:** Metropolitan Life Insurance Company  
 1095 Avenue of the Americas  
 New York, New York 10036

**Notices:** Todd Lurie, Esq.  
 c/o MetLife  
 Investments - Legal Dept.  
 P.O. Box 1902  
 10 Park Avenue  
 Morristown, NJ 07962

☒ Check this box to indicate that this claim amends a previously filed claim.

**Court Claim Number:** 26964  
 (If known)

Filed on: September 22, 2009

**ORIGINAL**

Telephone number: 973-355-4000 / 4368 Email Address: tlurie@metlife.com

Name and address where payment should be sent (if different from above)

Derik Cavnano, AVP  
 c/o MetLife  
 Derivatives Accounting and Reporting  
 18210 Crane Nest Drive  
 Tampa, FL 33647

Telephone number: 813-983-5835 Email Address: dcavnano@metlife.com

☐ Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

☐ Check this box if you are the debtor or trustee in this case.

1. **Amount of Claim as of Date Case Filed: \$40,330,307**

If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete Item 5.

If all or part of your claim qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9), complete Item 6.

X Check this box if all or part of your claim is based on a Derivative Contract.\*

X Check this box if all or part of your claim is based on a Guarantee.\*

**\*IF YOUR CLAIM IS BASED ON AMOUNTS OWED PURSUANT TO EITHER A DERIVATIVE CONTRACT OR A GUARANTEE OF A DEBTOR, YOU MUST ALSO LOG ON TO <http://www.lehman-claims.com> AND FOLLOW THE DIRECTIONS TO COMPLETE THE APPLICABLE QUESTIONNAIRE AND UPLOAD SUPPORTING DOCUMENTATION OR YOUR CLAIM WILL BE DISALLOWED.**

X Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges. Attach itemized statement of interest or charges to this form or on <http://www.lehman-claims.com> if claim is based on a Derivative Contract or Guarantee.

5. **Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.**

Specify the priority of the claim.

- ☐ Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).
- ☐ Wages, salaries, or commissions (up to \$10,950) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507(a)(4).
- ☐ Contributions to an employee benefit plan - 11 U.S.C. §507(a)(5).
- ☐ Up to \$2,425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507(a)(7).
- ☐ Taxes or penalties owed to governmental units - 11 U.S.C. §507(a)(8).
- ☐ Other - Specify applicable paragraph of 11 U.S.C. §507(a)( ).

**Amount entitled to priority:**  
 \$ \_\_\_\_\_

2. **Basis for Claim:** Guarantee of Derivatives contracts that are subject to Termination Agreement dated March 24, 2010 among Claimant, Debtor, Lehman Brothers Special Finance Inc. and MetLife Insurance Company of Connecticut.  
 (See Instruction #2 on reverse side.)

3. **Last four digits of any number by which creditor identifies debtor:** N/A

3a. **Debtor may have scheduled account as:** N/A  
 (See instruction #3a on reverse side.)

4. **Secured Claim** (See instruction #4 on reverse side.)  
 Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: ☐ Real Estate ☐ Motor Vehicle ☐ Other

Describe: \_\_\_\_\_

Value of Property: \$ \_\_\_\_\_ Annual Interest Rate: \_\_\_\_\_ %

Amount of arrearage and other charges as of time case filed included in secured claim, if any:  
 \$ \_\_\_\_\_ Basis for perfection: \_\_\_\_\_

**Amount of Secured Claim: \$ \_\_\_\_\_ Amount Unsecured: \$ \_\_\_\_\_**

6. **Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9): Not less than US\$20,000**

7. (See instruction #6 on reverse side.)

8. **Credits:** The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

**Documents:** Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. Attach redacted copies of documents providing evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are voluminous, attach a summary.

**DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.**

If the documents are not available, please explain:

**Date:** 3/29/2010

**Signature:** The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

*Todd Lurie* Assistant General Counsel

**FOR COURT USE ONLY**

**FILED / RECEIVED**

MAR 30 2010

EPIQ BANKRUPTCY SOLUTIONS, LLC